

MONMOUTH REAL ESTATE INVESTMENT CORP  
 Form 4  
 July 07, 2015

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 LANDY EUGENE W

2. Issuer Name and Ticker or Trading Symbol  
 MONMOUTH REAL ESTATE INVESTMENT CORP [MNR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 3499 RT. 9 NORTH, SUITE 3-C  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/05/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman of the Board

FREEHOLD, NJ 07728

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount or Price					
MNR Common Stock	07/05/2015		A		5,000 <sup>(1)</sup>	A	\$ 0	719,472.138	D	
MNR Common Stock								29,979.05 <sup>(2)</sup>	I	Juniper Plaza Associates
MNR Common Stock								23,122.3 <sup>(3)</sup>	I	Windsor Industrial Park Associates
								131,200	I	

MNR Common Stock							Eugene W. and Gloria Landy Family Foundation
MNR Common Stock					97,913.57	I	Spouse
MNR Common Stock					192,293.62	I	Landy & Landy Employees' Pension Plan
MNR Common Stock					13,048	I	Landy Investments, Ltd.
MNR Common Stock					225,426.819	I	Landy & Landy Employees' Profit Sharing Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Number of Shares (Instr. 3 and 4)
Qualified Stock Option to Purchase MNR Common	\$ 11.16					Date Exercisable: 01/05/2016 Expiration Date: 01/05/2023	MNR Common Stock	65,000

Edgar Filing: MONMOUTH REAL ESTATE INVESTMENT CORP - Form 4

Stock

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 8.94

01/03/2015 01/03/2022

MNR  
Common  
Stock 65,000

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 10.46

01/03/2014 01/03/2021

MNR  
Common  
Stock 65,000

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 9.33

01/03/2013 01/03/2020

MNR  
Common  
Stock 65,000

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 8.72

01/03/2012 01/03/2019

MNR  
Common  
Stock 65,000

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 7.22

01/05/2011 01/05/2018

MNR  
Common  
Stock 65,000

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 7.25

10/20/2009 10/20/2016

MNR  
Common  
Stock 65,000

Qualified  
Stock

Option to  
Purchase  
Common  
Stock \$ 8.22

12/12/2008 12/12/2015

MNR  
Common  
Stock 65,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANDY EUGENE W 3499 RT. 9 NORTH SUITE 3-C FREEHOLD, NJ 07728	X			Chairman of the Board

## Signatures

Eugene W.  
Landy

07/07/2015

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Restricted Stock: Vesting Schedule: 20% each year upon the first through fifth anniversary of grant date.
- (2) Includes 423.83 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reported on this Form 4 to show total holdings.
- (3) Includes 326.89 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reported on this Form 4 to show total holdings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.